

# HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

RECORDATION NO. 15623-A FILED 12/5

November 20, 1992

NOV 23 1992-10 10 AM

INTERSTATE COMMERCE COMMISSION

Ms. Mildred Lee  
Recordations Unit  
Interstate Commerce Commission  
12th and Constitution Avenue, N.W.  
Washington, DC 20423

RE: Lease of Railroad Equipment dated as of September 18, 1991 ("Lease")  
between Helm Financial Corporation and Wisconsin Central Ltd.

Dear Ms. Lee:

On behalf of Helm Financial Corporation, I submit for filing and recording,  
under 49 U.S.C. Section 11303(a) and the regulations promulgated thereunder  
the following document:

Two (2) fully executed originals of Amendment No. 1 dated October 6,  
1992 to the Lease ("Amendment No. 1") between Helm Financial Corporation  
and Wisconsin Central Ltd.

In connection with the recording of Amendment No. 1, please note the following  
information:

Name and Address of Lessor: Helm Financial Corporation  
One Embarcadero Center, Suite 3500  
San Francisco, CA 94111

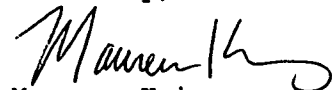
Name and Address of Lessee: Wisconsin Central Ltd.  
P.O. Box 5062  
Rosemont, IL 60017

Equipment: 50 (50) XP Boxcars (See Annex A. of Lease for  
Car Numbers)

Previous ICC Filing: Lease filed on May 9, 1988 under Recordation No.  
15623

Please file Amendment No. 1 under the next available recordation number. The  
filing fee of sixteen dollars (\$16.00) is included in the enclosed check.

Sincerely,



Maureen Krieg  
Contract Administrator

mek  
Enclosures (2)



IN WITNESS THEREOF, the Lessor and Lessee each pursuant to due authority have caused these presents to be signed in their respective corporate names.

HELM FINANCIAL CORPORATION

By: 

Title: President

Date: 11/11/92

WISCONSIN CENTRAL LTD.

By: 

Title: EVP-CFO

Date: 11-4-92

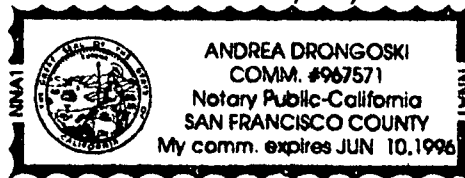
STATE OF CALIFORNIA       )  
                                      )  
COUNTY OF SAN FRANCISCO )

On this 11 day of November, 1992, before me personally appeared Richard C. Kirchner, to me personally known, who, being by me duly sworn, says that he is President of **HELM FINANCIAL CORPORATION**, that said instrument was signed and sealed on behalf of said corporation and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Andrea Drongoski  
Notary Public

My Commission Expires: 6/10/96

[Notarial Seal]



STATE OF ILLINOIS       )  
                                      )  
COUNTY OF COOK        )

On this 4th day of November, 1992, before me personally appeared T.F. Power, Jr., to me personally known, who, being by me duly sworn, says that he is EVP-CFO of **WISCONSIN CENTRAL LTD.**, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Catherine D. Aldana  
Notary Public

My Commission Expires: 7/13/96

[Notarial Seal]

